

AGREEMENT

This Agreement is made by and among the Massachusetts Board of Registration in Pharmacy ("the Board") and Ameridose LLC (DS89750), a pharmacy located at 201 Flanders Road in Westborough, Massachusetts; Ameridose LLC (DS89641), a pharmacy located at 205 Flanders Road in Westborough, Massachusetts; Ameridose LLC (WD501), a wholesale distributor located at 203 Flanders Road in Westborough, Massachusetts; and Alaunus Pharmaceutical, LLC (WD486), a wholesale distributor located at 687 Waverly Street, in Framingham, Massachusetts (collectively referred to as "Registrants").

WHEREAS, the Board and the Registrants wish to cooperatively ensure the safety of all of Registrants' products; and

WHEREAS, Ameridose commenced a voluntary recall of any unexpired products on October 31, 2012, *see*, Recall Notice, attached and incorporated herein; and

WHEREAS, the Board and FDA current inspection has concluded with issuance of the FDA Observation Report, *see*, Observation Report, attached and incorporated herein by reference; and

WHEREAS, Registrants will submit a substantive response, including its implementation plan for operational improvements based on the FDA's observations, on or before December 3, 2012; and

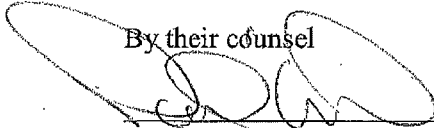
WHEREAS, Registrants will provide the Board a copy of its response to the FDA's 483 Observation Report simultaneous with its submission to the FDA.

NOW, THEREFORE, the parties agree as follows:

1. Registrants voluntarily ceased all pharmacy operations and any dispensing, manufacturing or wholesale distribution of any products as of 3:00 p.m. on October 10, 2012;
2. Barry J. Cadden has resigned as manager, director or other management position of any of the Registrants;
3. This Agreement shall remain in effect until 5:00 p.m. on December 31, 2012 unless sooner terminated or later extended by agreement of the parties; and
4. The Board reserves any and all rights to act in accordance with its authority in these matters.

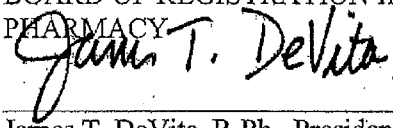
Ameridose LLC (DS89750)
Ameridose LLC (DS89641)
Ameridose LLC (WD501)
Alaunus Pharmaceutical, LLC (WD486)

By their counsel



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BOARD OF REGISTRATION IN
PHARMACY



James T. DeVita, R.Ph., President
Dated: November 16, 2012